

P97000076756

August 22, 1997

Gilles Bergeron
2397 Knoll Drive
Spring Hill, Fl 34608

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-09/02/97--01129--003
*****70.00 *****70.00

Dear Sirs,

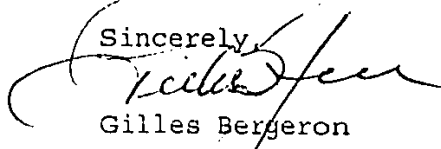
Please find enclosed the Articles of Incorporation for
PLANET COOL, INC.

Also please find a check in the amount of \$70.00 to cover the
various expenses of incorporation.

PLANET COOL, INC. will elect to be treated as an S Corporation
operating on a calender year basis.

As registered agent for this corporation, you may contact me if
necessary at 352-686-2759.

Sincerely,


Gilles Bergeron

W. Simpson SEP 4 - 1997

ARTICLES OF INCORPORATION
OF

PLANET COOL, INC.

The name of this corporation shall be Planet Cool, Inc..

ARTICLE II: PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business within the State of Florida or elsewhere, and to have, use, exercise, and enjoy all of the general powers of like corporations, under Chapter 607 of the Florida Statutes.

ARTICLE III: DURATION

The corporation shall have perpetual existence.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock, which shall be designated as "Common Shares".

ARTICLE V: PRINCIPAL PLACE OF BUSINESS

The principal office address of the corporation shall be 2397 Knoll Drive, Spring Hill, Florida. 34608, and other offices, agencies and branches at such places as may be designated by the stockholders.

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DIVISION OF CORPORATIONS
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ARTICLE VII: DIRECTORS

The Board of Directors of this corporation shall consist of one or more members, and the exact number thereof to be fixed by the bylaws of said corporation.

ARTICLE VIII: INITIAL DIRECTORS

The names of the members of the first Board of Directors of this corporation are as follows:

Gilles Bergeron President
2397 Knoll Drive, Spring Hill, Fl 34608

Lucille Bergeron Vice President
2397 Knoll Drive, Spring Hill, Fl 34608

Edwin Blackwell Secretary
5089 Merrifield Court, Spring Hill, Fl 34608

ARTICLE IX: SUBSCRIBERS

The name and address of the subscribing incorporator of these Articles of Incorporation is:

Gilles Bergeron
2397 Knoll Drive
Spring Hill, Fl 34608

ARTICLE X: REGISTERED AGENT

The initial designation of the registered office of the corporation shall be 2397 Knoll Drive, Spring Hill, Florida, 34608, and the registered agent shall be Gilles Bergeron.

Pursuant to Florida Statutes 607.164, having been named to accept process for the above stated corporation at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Gilles Bergeron
Registered Agent

ARTICLE XI: AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF, I the undersigned subscribing incorporator have executed these Articles of Incorporation this 29 day of Aug, 1997.

Gilles Bergeron

STATE OF FLORIDA

COUNTY OF Hernando

The foregoing Articles of Incorporation were acknowledged before me this 29th day of Aug, 1997, by Gilles Bergeron, who is personally known by me or who has produced _____ as identification, and who acknowledged before me that he executed the same for the purpose therein expressed.

Signature of Person taking oath:
Name of Person taking oath,
typed, printed, or stamped:
Title or rank:
Commission No.
Commission Expiration Date:

Sharlene Morrell
Sharlene Morrell
Notary Public



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